

## **EXHIBIT 9**

**RULES AND REGULATIONS  
of  
CSAA INSURANCE EXCHANGE  
As amended August 1, 2019**

**1. Name; Purpose.**

The organization through which the subscribers exchange contracts of insurance provided for herein shall be known as CSAA Insurance Exchange, hereinafter called the Exchange. The purpose and business of the Exchange shall be the conducting of an inter-insurance exchange in accordance with the provisions of Division One, Part Two, Chapter Three, of the Insurance Code of the State of California relating to Reciprocal Insurers, and hereinafter referred to as the Reciprocal or Inter-Insurance Exchange Act. The Exchange shall have powers equivalent to those of a corporation engaged in the business of insurance to the fullest extent permitted by applicable law. Without limitation, the Exchange may engage employees, including officers, enter into any lawful contract, maintain bank accounts, hold and invest assets in accordance with applicable law, establish reserves, maintain books and records, own real and personal property, organize or acquire and own, subsidiary entities and undertake the specific activities enumerated elsewhere herein.

**2. The Board of Directors.**

The CSAA Insurance Exchange Board of Directors (the "Board") shall have oversight over the business and affairs of the Exchange. The powers of the Exchange shall be exercised by the Board. Such powers shall include all powers of the subscribers except for the powers of the Attorney in Fact as provided in Section 5 hereof. The members of the Board shall be elected by the Board at the first regular meeting of the Board in each year or at such other time as determined by the Board. The Chief Executive Officer of the Exchange and the Chief Executive Officer of AAA Club Partners, Inc. (the "ACP CEO") shall be ex officio voting members of the Board. As ex officio directors, the Chief Executive Officer and ACP CEO shall not be elected to the Board. The number of elected directors authorized to serve on the Board shall be eleven (11). The number of elected directors may be varied from time to time by a resolution of the Board. The elected members of the Board shall be elected by vote of a majority of the members of the Board (in accordance with Section 13 hereof) as follows:

(a) Candidates eligible for election to the Board shall be put forth by a nominating committee of the Board.

## VERIFICATION

I, the undersigned, say:

That I am the Secretary of CSAA Insurance Exchange and am authorized to make this verification on its behalf.

I have read the foregoing document and know its contents and that said document is a true and exact copy of the Rules and Regulations of CSAA Insurance Exchange effective as of August 1, 2019.

I certify under penalty of perjury that the foregoing is true and correct. Executed May 1, 2019, in Walnut Creek, California.

  
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Michael J. Zukerman